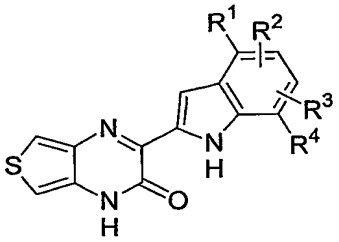
What is claimed is:

1. A compound of Formula I

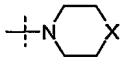


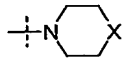
(I)

wherein

R^1 is selected from H, F, and Cl;

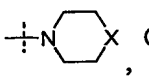
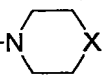
R^2 is selected from H, OH, CN, halo, $C(O)R^5$, thienyl, pyrimidinyl, oxazolyl, furanyl, $(C_1\text{-}C_3)$alkyl, $(C_2\text{-}C_6)$alkenyl and $(C_2\text{-}C_6)$alkynyl, each optionally substituted with up to two substituents selected from OH, halo, and $(C_1\text{-}C_3)$alkoxy optionally substituted with $(C_1\text{-}C_3)$alkoxy,

$(C_1\text{-}C_6)$alkoxy optionally substituted with $(C_1\text{-}C_3)$alkyl, $(C_1\text{-}C_3)$alkoxy, pyrrolidinyl,  ,

and $N[(C_1\text{-}C_3)alkyl]_2$ where each alkyl group is independently optionally substituted with a substituent selected from $(C_1\text{-}C_3)$alkyl, $(C_1\text{-}C_3)$alkoxy OH, halo,  , and phenyl,

$N[(C_1\text{-}C_4)alkyl]_2$ where each alkyl group is independently optionally substituted with up to two substituents independently selected from OH, $(C_1\text{-}C_3)$alkyl, halo, $(C_1\text{-}C_3)$alkoxy, and phenyl,

pyridyl optionally substituted with up to two substituents independently selected from $(C_1\text{-}C_3)$alkyl, $(C_1\text{-}C_3)$alkoxy, and halo,

phenyl optionally substituted with up to two substituents independently selected from $(C_1\text{-}C_3)$alkoxy, CN, halo,  , C(O)—  ,

$C(O)N[(C_1\text{-}C_3)alkyl]_2$ where each alkyl is optionally substituted with $(C_1\text{-}C_3)$alkoxy, and

pyrrolidinyl optionally substituted with $N[(C_1\text{-}C_3)alkyl]_2$;

R^3 is selected from H, halo, $(C_1\text{-}C_3)$alkyl, and $(C_1\text{-}C_3)$alkoxy;

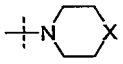
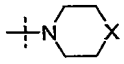
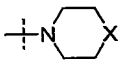
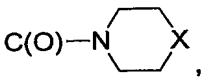
R^4 is selected from H, F, and Cl;

R^5 is selected from OH, NHR^6,

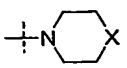
$N[(C_1\text{-}C_3)alkyl]R^7$ where said alkyl is optionally substituted with up to one substituent selected from $(C_1\text{-}C_3)$alkyl and $(C_1\text{-}C_3)$alkoxy,

$N[(C_1\text{-}C_3)alkyl]_2$ where each alkyl is optionally substituted with up to two substituents independently selected from CN, OH, $(C_1\text{-}C_3)$alkoxy, $N[(C_1\text{-}C_3)alkyl]_2$, pyridyl, phenyl, $S(O)_2(C_1\text{-}C_3)$alkyl, tetrahydrofuryl, $S(O)_2$-phenyl, $(C_3\text{-}C_6)$cycloalkyl, and furyl optionally substituted with $(C_1\text{-}C_3)$alkyl,

$N[(C_3\text{-}C_6)cycloalkyl](C_1\text{-}C_3)$alkyl where said alkyl is substituted with up to two substituents independently selected from $(C_1\text{-}C_3)$alkoxy, OH, CN, $N[(C_1\text{-}C_4)alkyl]_2$, $S(O)_2$-phenyl, $S(O)_2(C_1\text{-}C_3)$alkyl, phenyl, furyl, tetrahydrofuryl, $(C_5\text{-}C_6)$cycloalkyl, and pyridyl,

 optionally substituted with up to two substituents independently selected from $N[(C_1\text{-}C_3)alkyl]_2$, $C(O)(C_1\text{-}C_3)$alkyl, pyrrolidinyl, $S(O)_2(C_1\text{-}C_3)$alkyl, $S(O)_2$-phenyl,  , oxo-dihydrobenzimidazolyl, pyrazinyl, $C(O)NH_2$, C(O)NH-phenyl, C(O)-furanyl, $C(O)NH(C_1\text{-}C_3)$alkyl, $(C_1\text{-}C_3)$alkyl optionally substituted with up to two substituents independently selected from OH, halo, $(C_1\text{-}C_3)$alkoxy,  , pyrrolidinyl, C(O)-pyrrolidinyl,  , and $N[(C_1\text{-}C_3)alkyl]_2$, phenyl optionally substituted with up to two substituents independently selected from $(C_1\text{-}C_3)$alkyl, $(C_1\text{-}C_3)$alkoxy, halo, CF_3, and CN, and pyridyl optionally substituted with $(C_1\text{-}C_3)$alkyl, CF_3, and CN, and pyrrolidinyl optionally substituted with up to two substituents independently selected from $N[(C_1\text{-}C_4)alkyl]_2$, $C(O)NH_2$, pyridyl, and $(C_1\text{-}C_3)$alkyl optionally substituted with up to two substituents independently selected from $(C_1\text{-}C_3)$alkoxy, and pyrrolidinyl;

R^6 is selected from H,

$(C_1\text{-}C_4)$alkyl optionally substituted with up to two substituents independently selected from OH, halo, $(C_1\text{-}C_4)$alkoxy, $NHC(O)(C_1\text{-}C_3)$alkyl, $S\text{-}(C_1\text{-}C_3)$alkyl, benzimidazolyl, thienyl,  , $N[(C_1\text{-}C_4)alkyl]_2$ where each alkyl is independently optionally substituted with up to two substituents independently selected from OH, $(C_1\text{-}C_3)$alkoxy, halo, and phenyl,

phenyl optionally substituted with up to two substituents independently selected from $(C_1\text{-}C_3)$alkyl, $(C_1\text{-}C_3)$alkoxy, CN, halo, CF_3, $S(O)_2(C_1\text{-}C_3)$alkyl, $S(O)_2$phenyl, and $S(O)_2NH_2$,

pyridyl optionally substituted up to two times with CF_3,

indolyl optionally substituted up to two times with $(C_1\text{-}C_3)$alkyl,

imidazolyl optionally substituted up to two times with $(C_1\text{-}C_3)$alkyl,

furyl optionally substituted up to two times with $(C_1\text{-}C_4)$alkyl, and

pyrrolidinyl optionally substituted with up to two substituents independently selected from $(C_1\text{-}C_4)$alkoxy, (O), and $(C_1\text{-}C_4)$alkyl optionally substituted with up to two substituents independently selected from OH, $(C_1\text{-}C_3)$alkoxy, and halo,

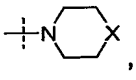
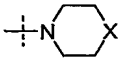
indolyl optionally substituted up to two times with $(C_1\text{-}C_3)$alkyl,

pyrazolyl optionally substituted with up to two substituents independently selected from $(C_1\text{-}C_4)$alkyl, $(C_3\text{-}C_6)$cycloalkyl, and phenyl optionally substituted with up to two substituents independently selected from $(C_1\text{-}C_4)$alkoxy, $(C_1\text{-}C_4)$alkyl, halo, CF_3, and CN,

benzothiazolyl optionally substituted up to two times with $(C_1\text{-}C_4)$alkyl,

thiazolyl optionally substituted up to two times with $(C_1\text{-}C_4)$alkyl,

thiadiazolyl optionally substituted with up to two substituents independently selected from CF_3, $(C_3\text{-}C_6)$cycloalkyl, and $(C_1\text{-}C_6)$alkyl,

phenyl optionally substituted with up to two substituents independently selected from CN, halo, CF_3, $N[(C_1\text{-}C_4)alkyl]_2$, indolyl,  , $(C_1\text{-}C_4)$alkoxy, O-pyridyl optionally substituted with $C(O)NH(C_1\text{-}C_4)$alkyl, $(C_1\text{-}C_4)$alkyl optionally substituted with up to two substituents independently selected from pyridyl, OH, halo, and phenyl, and  optionally substituted with up to two substituents independently selected from $(C_1\text{-}C_3)$alkyl, and$(C_1\text{-}C_4)$alkoxy,

pyridyl optionally substituted with phenoxy where said phenoxy is optionally substituted with up to two substituents independently selected from $(C_1\text{-}C_4)$alkyl and $(C_1\text{-}C_4)$alkoxy, and

indazolyl optionally substituted up to two times with $(C_1\text{-}C_4)$alkyl;

R^7 is selected from $(C_1\text{-}C_3)$alkoxy, pyrrolidinyl, tetrahydropyranyl,

pyridyl optionally substituted with up to two substituents independently selected from $(C_1\text{-}C_4)$alkyl and $(C_1\text{-}C_3)$alkoxy,

pyranyl optionally substituted with up to two substituents independently selected from $(C_1\text{-}C_4)$alkyl and $(C_1\text{-}C_3)$alkoxy,

piperidinyl optionally substituted with up to two substituents independently selected from $(C_1\text{-}C_3)$alkyl, and $(C_1\text{-}C_3)$alkoxy, and

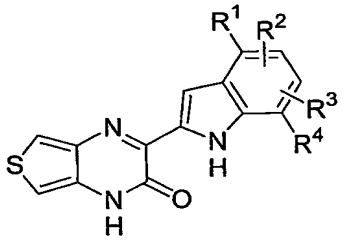
phenyl optionally substituted with up to two substituents independently selected from $(C_1\text{-}C_3)$alkoxy, and $(C_1\text{-}C_3)$alkyl; and

X is selected from O, S, CH_2 and NH;

with the proviso that when R^1 is F or Cl, then R^4 must be H, and when R^4 is F or Cl, then R^1 must be H;

or a pharmaceutically acceptable salt thereof.

2. A method of treating a disorder selected from a hyper-proliferative disorder and a disorder associated with angiogenesis, in a mammal in need thereof, comprising administering to said mammal an effective amount of a compound of Formula I



(I)

wherein

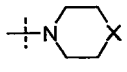
R^1 is selected from H, F, and Cl;

R^2 is selected from H, OH, CN, halo, $C(O)R^5$, thienyl, pyrimidinyl, oxazolyl, furanyl,

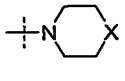
$(C_1\text{-}C_3)$alkyl, $(C_2\text{-}C_6)$alkenyl and $(C_2\text{-}C_6)$alkynyl, each optionally substituted with up to two substituents selected from OH, halo, and

$(C_1\text{-}C_3)$alkoxy optionally substituted with $(C_1\text{-}C_3)$alkoxy,

$(C_1\text{-}C_6)$alkoxy optionally substituted with $(C_1\text{-}C_3)$alkyl, $(C_1\text{-}C_3)$alkoxy,

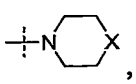
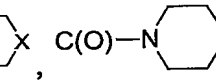
pyrrolidinyl,  ,

and $N[(C_1\text{-}C_3)alkyl]_2$ where each alkyl group is independently optionally substituted with a substituent selected from $(C_1\text{-}C_3)$alkyl,

$(C_1\text{-}C_3)$alkoxy OH, halo,  , and phenyl,

$N[(C_1\text{-}C_4)alkyl]_2$ where each alkyl group is independently optionally substituted with up to two substituents independently selected from OH, $(C_1\text{-}C_3)$alkyl, halo, $(C_1\text{-}C_3)$alkoxy, and phenyl,

pyridyl optionally substituted with up to two substituents independently selected from $(C_1\text{-}C_3)$alkyl, $(C_1\text{-}C_3)$alkoxy, and halo,

phenyl optionally substituted with up to two substituents independently selected from $(C_1\text{-}C_3)$alkoxy, CN, halo,  ,  ,

$C(O)N[(C_1\text{-}C_3)alkyl]_2$ where each alkyl is optionally substituted with $(C_1\text{-}C_3)$alkoxy, and

pyrrolidinyl optionally substituted with $N[(C_1\text{-}C_3)alkyl]_2$;

R^3 is selected from H, halo, $(C_1\text{-}C_3)$alkyl, and $(C_1\text{-}C_3)$alkoxy;

R^4 is selected from H, F, and Cl;

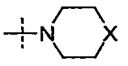
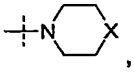
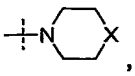
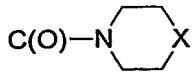
R^5 is selected from OH, NHR^6,

$N[(C_1\text{-}C_3)alkyl]R^7$ where said alkyl is optionally substituted with up to one substituent selected from $(C_1\text{-}C_3)$alkyl and $(C_1\text{-}C_3)$alkoxy,

$N[(C_1\text{-}C_3)alkyl]_2$ where each alkyl is optionally substituted with up to two substituents independently selected from CN, OH, $(C_1\text{-}C_3)$alkoxy, $N[(C_1\text{-}C_3)alkyl]_2$, pyridyl, phenyl, $S(O)_2(C_1\text{-}C_3)$alkyl, tetrahydrofuryl, $S(O)_2$-phenyl, $(C_3\text{-}C_6)$cycloalkyl, and

furyl optionally substituted with $(C_1\text{-}C_3)$alkyl,

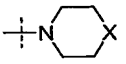
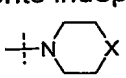
$N[(C_3\text{-}C_6)cycloalkyl](C_1\text{-}C_3)alkyl$ where said alkyl is substituted with up to two substituents independently selected from $(C_1\text{-}C_3)$alkoxy, OH, CN, $N[(C_1\text{-}C_4)alkyl]_2$, $S(O)_2$-phenyl, $S(O)_2(C_1\text{-}C_3)$alkyl, phenyl, furyl, tetrahydrofuryl, $(C_5\text{-}C_6)$cycloalkyl, and pyridyl,

 optionally substituted with up to two substituents independently selected from $N[(C_1\text{-}C_3)alkyl]_2$, $C(O)(C_1\text{-}C_3)$alkyl, pyrrolidinyl, $S(O)_2(C_1\text{-}C_3)$alkyl, $S(O)_2$-phenyl,  , oxo-dihydrobenzimidazolyl, pyrazinyl, $C(O)NH_2$, C(O)NH-phenyl, C(O)-furanyl, $C(O)NH(C_1\text{-}C_3)$alkyl, $(C_1\text{-}C_3)$alkyl optionally substituted with up to two substituents independently selected from OH, halo, $(C_1\text{-}C_3)$alkoxy,  , pyrrolidinyl, C(O)-pyrrolidinyl,  , and $N[(C_1\text{-}C_3)alkyl]_2$, phenyl optionally substituted with up to two substituents independently selected from $(C_1\text{-}C_3)$alkyl, $(C_1\text{-}C_3)$alkoxy, halo, CF_3, and CN, and

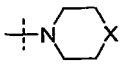
pyridyl optionally substituted with $(C_1\text{-}C_3)$alkyl, CF_3, and CN, and

pyrrolidinyl optionally substituted with up to two substituents independently

selected from $N[(C_1\text{-}C_4)alkyl]_2$, $C(O)NH_2$, pyridyl, and
$(C_1\text{-}C_3)$alkyl optionally substituted with up to two substituents
independently selected from $(C_1\text{-}C_3)$alkoxy, and pyrrolidinyl;

R^6 is selected from H,
$(C_1\text{-}C_4)$alkyl optionally substituted with up to two substituents independently
selected from OH, halo, $(C_1\text{-}C_4)$alkoxy, $NHC(O)(C_1\text{-}C_3)$alkyl,
S-$(C_1\text{-}C_3)$alkyl, benzimidazolyl, thienyl,  .
$N[(C_1\text{-}C_4)alkyl]_2$ where each alkyl is independently optionally substituted
with up to two substituents independently selected from OH,
$(C_1\text{-}C_3)$alkoxy, halo, and phenyl,
phenyl optionally substituted with up to two substituents independently
selected from $(C_1\text{-}C_3)$alkyl, $(C_1\text{-}C_3)$alkoxy, CN, halo,
CF_3, $S(O)_2(C_1\text{-}C_3)$alkyl, $S(O)_2$phenyl, and $S(O)_2NH_2$,
pyridyl optionally substituted up to two times with CF_3,
indolyl optionally substituted up to two times with $(C_1\text{-}C_3)$alkyl,
imidazolyl optionally substituted up to two times with $(C_1\text{-}C_3)$alkyl,
furyl optionally substituted up to two times with $(C_1\text{-}C_4)$alkyl, and
pyrrolidinyl optionally substituted with up to two substituents
independently selected from $(C_1\text{-}C_4)$alkoxy, (O), and
$(C_1\text{-}C_4)$alkyl optionally substituted with up to two substituents
independently selected from OH, $(C_1\text{-}C_3)$alkoxy, and halo,
indolyl optionally substituted up to two times with $(C_1\text{-}C_3)$alkyl,
pyrazolyl optionally substituted with up to two substituents independently
selected from $(C_1\text{-}C_4)$alkyl, $(C_3\text{-}C_6)$cycloalkyl, and
phenyl optionally substituted with up to two substituents independently
selected from $(C_1\text{-}C_4)$alkoxy, $(C_1\text{-}C_4)$alkyl, halo, CF_3, and CN,
benzothiazolyl optionally substituted up to two times with $(C_1\text{-}C_4)$alkyl,
thiazolyl optionally substituted up to two times with $(C_1\text{-}C_4)$alkyl,
thiadiazolyl optionally substituted with up to two substituents independently
selected from CF_3, $(C_3\text{-}C_6)$cycloalkyl, and $(C_1\text{-}C_6)$alkyl,
phenyl optionally substituted with up to two substituents independently selected
from CN, halo, CF_3, $N[(C_1\text{-}C_4)alkyl]_2$, indolyl,  , $(C_1\text{-}C_4)$alkoxy,
O-pyridyl optionally substituted with $C(O)NH(C_1\text{-}C_4)$alkyl,
$(C_1\text{-}C_4)$alkyl optionally substituted with up to two substituents

independently selected from pyridyl, OH, halo, and phenyl, and



optionally substituted with up to two substituents independently selected from $(C_1\text{-}C_3)$alkyl, and$(C_1\text{-}C_4)$alkoxy,

pyridyl optionally substituted with phenoxy where said phenoxy is optionally substituted with up to two substituents independently selected from $(C_1\text{-}C_4)$alkyl and $(C_1\text{-}C_4)$alkoxy, and

indazolyl optionally substituted up to two times with $(C_1\text{-}C_4)$alkyl;

R^7 is selected from $(C_1\text{-}C_3)$alkoxy, pyrrolidinyl, tetrahydropyranyl,

pyridyl optionally substituted with up to two substituents independently selected from $(C_1\text{-}C_4)$alkyl and $(C_1\text{-}C_3)$alkoxy,

pyranyl optionally substituted with up to two substituents independently selected from $(C_1\text{-}C_4)$alkyl and $(C_1\text{-}C_3)$alkoxy,

piperidinyl optionally substituted with up to two substituents independently selected from $(C_1\text{-}C_3)$alkyl, and $(C_1\text{-}C_3)$alkoxy, and

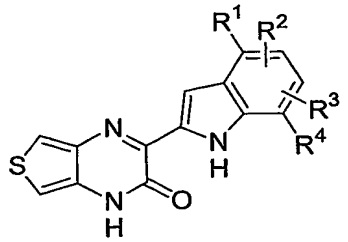
phenyl optionally substituted with up to two substituents independently selected from $(C_1\text{-}C_3)$alkoxy, and $(C_1\text{-}C_3)$alkyl; and

X is selected from O, S, CH_2 and NH;

with the proviso that when R^1 is F or Cl, then R^4 must be H, and when R^4 is F or Cl, then R^1 must be H;

or a pharmaceutically acceptable salt thereof.

3. A composition comprising a carrier and a compound of Formula I



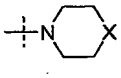
(I)

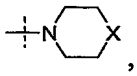
wherein

R^1 is selected from H, F, and Cl;

R^2 is selected from H, OH, CN, halo, $C(O)R^5$, thienyl, pyrimidinyl, oxazolyl, furanyl, $(C_1\text{-}C_3)$alkyl, $(C_2\text{-}C_6)$alkenyl and $(C_2\text{-}C_6)$alkynyl, each optionally substituted with up to two substituents selected from OH, halo, and $(C_1\text{-}C_3)$alkoxy optionally substituted with $(C_1\text{-}C_3)$alkoxy,

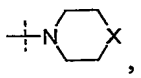
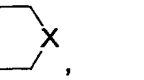
$(C_1\text{-}C_6)$alkoxy optionally substituted with $(C_1\text{-}C_3)$alkyl, $(C_1\text{-}C_3)$alkoxy,

pyrrolidinyl,  ,

and N[(C_1-C_3)alkyl]$_2$ where each alkyl group is independently optionally substituted with a substituent selected from (C_1-C_3)alkyl, (C_1-C_3)alkoxy OH, halo,  , and phenyl,

N[(C_1-C_4)alkyl]$_2$ where each alkyl group is independently optionally substituted with up to two substituents independently selected from OH, (C_1-C_3)alkyl, halo, (C_1-C_3)alkoxy, and phenyl,

pyridyl optionally substituted with up to two substituents independently selected from (C_1-C_3)alkyl, (C_1-C_3)alkoxy, and halo,

phenyl optionally substituted with up to two substituents independently selected from (C_1-C_3)alkoxy, CN, halo,  ,  ,

C(O)N[(C_1-C_3)alkyl]$_2$ where each alkyl is optionally substituted with (C_1-C_3)alkoxy, and

pyrrolidinyl optionally substituted with N[(C_1-C_3)alkyl]$_2$;

R^3 is selected from H, halo, (C_1-C_3)alkyl, and (C_1-C_3)alkoxy;

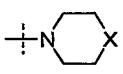
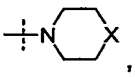
R^4 is selected from H, F, and Cl;

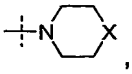
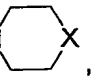
R^5 is selected from OH, NHR^6,

N[(C_1-C_3)alkyl]R^7 where said alkyl is optionally substituted with up to one substituent selected from (C_1-C_3)alkyl and (C_1-C_3)alkoxy,

N[(C_1-C_3)alkyl]$_2$ where each alkyl is optionally substituted with up to two substituents independently selected from CN, OH, (C_1-C_3)alkoxy, N[(C_1-C_3)alkyl]$_2$, pyridyl, phenyl, S(O)$_2$(C_1-C_3)alkyl, tetrahydrofuryl, S(O)$_2$-phenyl, (C_3-C_6)cycloalkyl, and furyl optionally substituted with (C_1-C_3)alkyl,

N[(C_3-C_6)cycloalkyl](C_1-C_3)alkyl where said alkyl is substituted with up to two substituents independently selected from (C_1-C_3)alkoxy, OH, CN, N[(C_1-C_4)alkyl]$_2$, S(O)$_2$-phenyl, S(O)$_2$(C_1-C_3)alkyl, phenyl, furyl, tetrahydrofuryl, (C_5-C_6)cycloalkyl, and pyridyl,

 optionally substituted with up to two substituents independently selected from N[(C_1-C_3)alkyl]$_2$, C(O)(C_1-C_3)alkyl, pyrrolidinyl, S(O)$_2$(C_1-C_3)alkyl, S(O)$_2$-phenyl,  , oxo-dihydrobenzimidazolyl, pyrazinyl, $C(O)NH_2$, C(O)NH-phenyl, C(O)-furanyl, C(O)NH(C_1-C_3)alkyl,

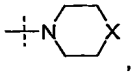
$(C_1$-$C_3)$alkyl optionally substituted with up to two substituents independently selected from OH, halo, $(C_1$-$C_3)$alkoxy,  , pyrrolidinyl, C(O)-pyrrolidinyl,  , and $N[(C_1$-$C_3)alkyl]_2$,

phenyl optionally substituted with up to two substituents independently selected from $(C_1$-$C_3)$alkyl, $(C_1$-$C_3)$alkoxy, halo, CF_3, and CN, and

pyridyl optionally substituted with $(C_1$-$C_3)$alkyl, CF_3, and CN, and

pyrrolidinyl optionally substituted with up to two substituents independently selected from $N[(C_1$-$C_4)alkyl]_2$, $C(O)NH_2$, pyridyl, and $(C_1$-$C_3)$alkyl optionally substituted with up to two substituents independently selected from $(C_1$-$C_3)$alkoxy, and pyrrolidinyl;

R^6 is selected from H,

$(C_1$-$C_4)$alkyl optionally substituted with up to two substituents independently selected from OH, halo, $(C_1$-$C_4)$alkoxy, $NHC(O)(C_1$-$C_3)$alkyl, S-$(C_1$-$C_3)$alkyl, benzimidazolyl, thienyl,  , $N[(C_1$-$C_4)alkyl]_2$ where each alkyl is independently optionally substituted with up to two substituents independently selected from OH, $(C_1$-$C_3)$alkoxy, halo, and phenyl,

phenyl optionally substituted with up to two substituents independently selected from $(C_1$-$C_3)$alkyl, $(C_1$-$C_3)$alkoxy, CN, halo, CF_3, $S(O)_2(C_1$-$C_3)$alkyl, $S(O)_2$phenyl, and $S(O)_2NH_2$,

pyridyl optionally substituted up to two times with CF_3,

indolyl optionally substituted up to two times with $(C_1$-$C_3)$alkyl,

imidazolyl optionally substituted up to two times with $(C_1$-$C_3)$alkyl,

furyl optionally substituted up to two times with $(C_1$-$C_4)$alkyl, and

pyrrolidinyl optionally substituted with up to two substituents independently selected from $(C_1$-$C_4)$alkoxy, (O), and $(C_1$-$C_4)$alkyl optionally substituted with up to two substituents independently selected from OH, $(C_1$-$C_3)$alkoxy, and halo,

indolyl optionally substituted up to two times with $(C_1$-$C_3)$alkyl,

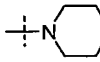
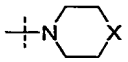
pyrazolyl optionally substituted with up to two substituents independently selected from $(C_1$-$C_4)$alkyl, $(C_3$-$C_6)$cycloalkyl, and

phenyl optionally substituted with up to two substituents independently selected from $(C_1$-$C_4)$alkoxy, $(C_1$-$C_4)$alkyl, halo, CF_3, and CN,

benzothiazolyl optionally substituted up to two times with $(C_1$-$C_4)$alkyl,

thiazolyl optionally substituted up to two times with $(C_1$-$C_4)$alkyl,

thiadiazolyl optionally substituted with up to two substituents independently selected from CF_3, $(C_3$-$C_6)$cycloalkyl, and $(C_1$-$C_6)$alkyl,

phenyl optionally substituted with up to two substituents independently selected from CN, halo, CF_3, $N[(C_1$-$C_4)alkyl]_2$, indolyl,  , $(C_1$-$C_4)$alkoxy, O-pyridyl optionally substituted with $C(O)NH(C_1$-$C_4)$alkyl, $(C_1$-$C_4)$alkyl optionally substituted with up to two substituents independently selected from pyridyl, OH, halo, and phenyl, and  optionally substituted with up to two substituents independently selected from $(C_1$-$C_3)$alkyl, and$(C_1$-$C_4)$alkoxy,

pyridyl optionally substituted with phenoxy where said phenoxy is optionally substituted with up to two substituents independently selected from $(C_1$-$C_4)$alkyl and $(C_1$-$C_4)$alkoxy, and

indazolyl optionally substituted up to two times with $(C_1$-$C_4)$alkyl;

R^7 is selected from $(C_1$-$C_3)$alkoxy, pyrrolidinyl, tetrahydropyranyl,

pyridyl optionally substituted with up to two substituents independently selected from $(C_1$-$C_4)$alkyl and $(C_1$-$C_3)$alkoxy,

pyranyl optionally substituted with up to two substituents independently selected from $(C_1$-$C_4)$alkyl and $(C_1$-$C_3)$alkoxy,

piperidinyl optionally substituted with up to two substituents independently selected from $(C_1$-$C_3)$alkyl, and $(C_1$-$C_3)$alkoxy, and

phenyl optionally substituted with up to two substituents independently selected from $(C_1$-$C_3)$alkoxy, and $(C_1$-$C_3)$alkyl; and

X is selected from O, S, CH_2 and NH;

with the proviso that when R^1 is F or Cl, then R^4 must be H, and when R^4 is F or Cl, then R^1 must be H;

or a pharmaceutically acceptable salt thereof.